

24th September, 2020

HAPL\SEC\34\2020-21

BSE Limited
Corporate Relationship Department,
2nd Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai 400 051.

Stock Code: BSE: 531531,
NSE: HATSUN

Dear Sir / Madam,

Sub: Proceedings of the 35th Annual General Meeting of Hatsun Agro Product Limited held on 24th September, 2020 through Video Conferencing (VC) – Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended – reg.

This is to inform you that the 35th Annual General Meeting (AGM) of the Company was held on Thursday, the 24th September, 2020 at the Registered Office of the Company at 10:00 A.M through video conferencing to transact the business as set out in the Notice of the 35th AGM circulated to the members of the Company.

In this regard we enclose the summary of proceedings of the 35th AGM.

Kindly take the above information on record.

Thanking you,

Yours faithfully,
For HATSUN AGRO PRODUCT LIMITED,



G. Somasundaram
Company Secretary & Compliance Officer
Encl: As above

CERTIFIED COPY OF THE PROCEEDINGS OF THE 35TH ANNUAL GENERAL MEETING OF THE MEMBERS OF HATSUN AGRO PRODUCT LIMITED HELD ON THURSDAY, THE 24TH SEPTEMBER 2020 AT 10.00 AM THROUGH VIDEO CONFERENCING (VC) AT THE REGISTERED OFFICE OF THE COMPANY AS THE VENUE:

DIRECTORS PRESENT IN PERSON AT THE VENUE FOR THE AGM:

Mr. R G Chandramogan	Managing Director
Mr. C Sathyan	Executive Director
Mr. K S Thanarajan	Chairman and Non-Executive Director

DIRECTORS PRESENT THROUGH VIDEO CONFERENCING:

Mr. P Vaidyanathan	Non-Executive Director
Mr. S Subramanian	Independent Director
Mr. Balaji Tammineedi	Independent Director
Mr. B Thenamuthan	Independent Director
Mrs. Chalini Madhivanan	Independent Director

MEMBERS ATTENDANCE:

Promoters who are Members of the Company present at the Meeting physically – **2 (Two)**

Promoters who are Members of the Company present at the Meeting through video conferencing – **4 (Four)**

Members belonging to the public category present at the Meeting through video conferencing – **76 (Seventy Six)**

AUDITORS PRESENT THROUGH VIDEO CONFERENCING:

Ms. Ananthi Amarnath	Statutory Auditor	Deloitte Haskins & Sells
Mr. Ravi Seshadri	Statutory Auditor	Deloitte Haskins & Sells
Mr. S Dhanapal	Secretarial Auditor	S Dhanapal & Associates
Mr. N Ramanathan	Secretarial Auditor and Scrutinizer for voting	S Dhanapal & Associates

IN ATTENDANCE:

Mr. H Ramachandran	Chief Financial Officer
Mr. G Somasundaram	Company Secretary



REGISTERS AND DOCUMENTS:

The following documents were made available electronically for inspection at the time of Annual General Meeting:

1. The Register of Directors and Key Managerial Personnel and their Shareholdings & Declarations;
2. The Register of Contracts or Arrangements in which Directors are interested
3. Memorandum and Articles of Association of the Company

CHAIRMAN:

Mr. K.S. Thanarajan, Chairman, took the Chair and conducted the proceedings. The Meeting commenced at 10:00 AM

QUORUM:

Upon being advised by the Company Secretary, Mr. G. Somasundaram that necessary quorum was present, the Chairman called the Meeting to Order.

The Chairman then welcomed the Members present through video conferencing and briefed the Members about the necessity for convening the AGM through Video Conferencing availing the services of NSDL in compliance with applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and as per the provisions of Circulars issued by MCA and SEBI taking in to consideration, the Covid 19 Pandemic.

The Chairman delivered his speech and briefed the Members on the Operational and Financial performance of the Company for the financial year ended 31st March, 2020 and outlined the Company's expansion plans and strategies. He expressed confidence that the Company's performance would further improve in the current year.

NOTICE OF THE MEETING:

The Chairman informed the Members that the Notice convening the 35th Annual General Meeting and the Annual Report for the year ended 31st March 2020 were sent by email to all the Members whose email ids were registered with the DP and the RTA and available for sending the Notice of AGM and to the mobile numbers of the Shareholders who have not registered their email ids within the Statutory time limit and were also placed on the website of the Company www.hap.in. Hence, with the consent of the Members present, the Notice convening the Meeting was taken as read.



AUDITORS' REPORT:

The Chairman informed the members that the Report of the Statutory Auditors on the accounts for the year ended 31st March 2020, being an unqualified one (clean report) i.e., without any qualifications, observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company, is not required to be read at the Meeting. Similarly, the Report of Secretarial Auditor also is a clean Report. Hence, with the consent of the Members present, the Auditors' Reports were taken as read.

The Chairman stated that the Company had provided e-voting facility as per the amended Rule 20 of Companies (Management & Administration) Amendment Rules, 2015 through NSDL [National Securities Depository Limited]. The Chairman further briefed that the said e-voting was available from 9.00 AM on Monday, the 21st September, 2020 and ended at 5.00 PM on Wednesday, the 23rd September, 2020. Mr. N. Ramanathan, Partner, Dhanapal & Associates was appointed as Scrutinizer for remote evoting facility and voting at the AGM. The Chairman thanked the Shareholders who participated in the e-voting process.

The following Resolutions as mentioned in the Notice of Annual General Meeting were placed before the Members to enable the Members who did not participate in the evoting process and are attending the Meeting through Video Conferencing.

ORDINARY BUSINESS:

1. To receive, consider and adopt the financial statements of the Company for the year ended 31st March, 2020, including the Audited Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the reports of the Board of Directors and the Auditors thereon.
2. To ratify and confirm the payment of Two interim dividends made on the fully paid up and partly paid up Equity Shares of the Company for the financial year 2019-20.
3. To appoint a Director in the place of Shri. R.G. Chandramogan (DIN 00012389) who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in the place of Shri P. Vaidyanathan (DIN 00029503) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

5. Ratification of Remuneration of Cost Auditors.



6. Approval for revision in the Remuneration of Mr. R.G. Chandramogan (DIN: 00012389) Managing Director of the Company.
7. Approval for revision in the Remuneration of Mr. C. Sathyan (DIN: 00012439) Executive Director of the Company.

Chairman announced that those members who had not exercised their votes through remote e-voting could do so through e-voting system provided by NSDL upto 15 minutes after the conclusion of the meeting. The Chairman added that the shareholders who have already cast their votes through e-voting cannot vote again at the AGM.

At this juncture, the Chairman invited queries from the speaker shareholders on the Annual Report and Accounts of the Company. The Managing Director of the Company, Mr. R. G. Chandramogan replied to the queries raised by the speaker shareholders to their satisfaction.

Then the Chairman informed the Members that the results of voting would be posted on the Company's website and the websites of NSDL, BSE Limited and National Stock Exchange of India Limited where the Company's shares are listed, after receiving the Report from the Scrutinizer within 48 hours from the conclusion of the Meeting. In this regard, the Company Secretary of the Company, Mr. G. Somasundaram was authorised to receive the Report of the Scrutinizer, showing the number of votes cast for and against, countersign the same and declare the results of voting.

Having concluded the business of the Meeting, the Chairman thanked the Members for their participation.

VOTE OF THANKS:

The Managing Director Mr R G Chandramogan thanked the Chairman, the Shareholders who participated in the Meeting and all the employees of the Company on his behalf and on behalf of the Board of Directors of the Company.

The Annual General Meeting came to a close at 10:52 A.M.

/// Certified true copy ///
For Hatsun Agro Product Limited



G Somasundaram
Company Secretary & Compliance Officer